

Fill in this information to identify the case:

Debtor name EatStreet, Inc.
 United States Bankruptcy Court for the: Western District of WI
 (State)
 Case number (if known): 24-12061-cjf

☐ Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/22

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

☐ None

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year	Sources of revenue Check all that apply	Gross revenue (before deductions and exclusions)
From the beginning of the fiscal year to filing date: From <u>1/1/24</u> to Filing date MM / DD / YYYY	<input checked="" type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ <u>8,569,994</u>
For prior year: From <u>1/1/23</u> to <u>12/31/23</u> MM / DD / YYYY	<input checked="" type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ <u>17,166,841</u>
For the year before that: From <u>1/1/22</u> to <u>12/31/22</u> MM / DD / YYYY	<input checked="" type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ <u>28,470,126</u>

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☐ None

	Description of sources of revenue	Gross revenue from each source (before deductions and exclusions)
From the beginning of the fiscal year to filing date: From <u>1/1/24</u> to Filing date MM / DD / YYYY	<u>collateral return</u>	\$ <u>531,507</u>
For prior year: From <u>1/1/23</u> to <u>12/31/23</u> MM / DD / YYYY	<u>write-downs</u>	\$ <u>13,765,812</u>
For the year before that: From <u>1/1/22</u> to <u>12/31/22</u> MM / DD / YYYY	<u>write-downs</u>	\$ <u>768,850</u>

Debtor EatStreet, Inc.
NameCase number (if known) 24-12061-cjf**Part 2: List Certain Transfers Made Before Filing for Bankruptcy****3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None

Creditor's name and address	Dates	Total amount or value	Reasons for payment or transfer <i>Check all that apply</i>
3.1. <u>See addendum 3</u> Creditor's name Street City State ZIP Code		\$	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other
3.2. Creditor's name Street City State ZIP Code		\$	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☒ None

Insider's name and address	Dates	Total amount or value	Reasons for payment or transfer
4.1. Insider's name Street City State ZIP Code Relationship to debtor		\$	
4.2. Insider's name Street City State ZIP Code Relationship to debtor		\$	

Debtor EatStreet, Inc.
NameCase number (if known) 24-12061-cjf**5. Repossessions, foreclosures, and returns**

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Description of the property	Date	Value of property
5.1. Creditor's name _____ Street _____ City State ZIP Code	_____ _____ _____	_____ _____ _____	\$ _____ _____ _____
5.2. Creditor's name _____ Street _____ City State ZIP Code	_____ _____ _____	_____ _____ _____	\$ _____ _____ _____

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
Creditor's name _____ Street _____ City State ZIP Code	_____ _____ _____	_____ _____ _____	\$ _____ _____ _____
Last 4 digits of account number: XXXX- ____ _			

Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None

Case title	Nature of case	Court or agency's name and address	Status of case
7.1. DeliverLogic, Inc. v. EatStreet Case number <u>19-CA-007845</u>	<u>Breach of Contract</u>	<u>Hillsborough County, Florida</u> Name <u>Thirteenth Judicial Circuit</u> Street _____ City State ZIP Code	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.2. <u>Sales Tax Audits - Illinois, Massachusetts, Connecticut, Wisconsin, Washington</u> Case number <u>Informal Audits</u>		<u>Court or agency's name and address</u> Name _____ Street _____ City State ZIP Code	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

Debtor EatStreet, Inc. Case number (if known) 24-12061-cjf

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

Custodian's name and address	Description of the property	Value
Custodian's name		\$
Street		
City State ZIP Code		
	Case title	Court name and address
	Case number	Name
		Street
	Date of order or assignment	City State ZIP Code

Part 4: Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

☒ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
9.1. Recipient's name			\$
Street			
City State ZIP Code			
Recipient's relationship to debtor			
9.2. Recipient's name			\$
Street			
City State ZIP Code			
Recipient's relationship to debtor			

Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss	Date of loss	Value of property lost
	If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).		
			\$

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Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None

	Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.1.	<u>Michael Best & Friedrich LLP</u> Address <u>790 N. Water Street</u> Street <u>Suite 2500</u> <u>Milwaukee</u> <u>WI</u> <u>53202</u> City State ZIP Code		<u>various</u>	\$ <u>110,998.48</u>
	Email or website address _____			
	Who made the payment, if not debtor? _____			

	Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.2.	_____ Address _____ Street _____ City State ZIP Code		_____	\$ _____
	Email or website address _____			
	Who made the payment, if not debtor? _____			

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.
Do not include transfers already listed on this statement.

☒ None

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
_____	_____	_____	\$ _____
Trustee _____	_____		

Debtor EatStreet, Inc.
NameCase number (if known) 24-12061-cjf**13. Transfers not already listed on this statement**

List any transfers of money or other property—by sale, trade, or any other means—made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☐ None

	Who received transfer?	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.1.	<u>See Addendum 13</u>			\$
	Address Street City State ZIP Code			
	Relationship to debtor			
13.2.				\$
	Address Street City State ZIP Code			
	Relationship to debtor			

Part 7: Previous Locations**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply

	Address	Dates of occupancy	
14.1.	<u>316 W. Washington St., Suite 725</u> Street <u>Madison</u> <u>WI</u> <u>53703</u> City State ZIP Code	From <u>2016</u>	To <u>2023</u>
14.2.	 Street City State ZIP Code	From	To

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Part 8: Health Care Bankruptcies

15. Health Care bankruptcies

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

- ☒ No. Go to Part 9.
☐ Yes. Fill in the information below.

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
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15.1.

Facility name		
Street	Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.	How are records kept?
City State ZIP Code		Check all that apply: <input type="checkbox"/> Electronically <input type="checkbox"/> Paper

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
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15.2.

Facility name		
Street	Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.	How are records kept?
City State ZIP Code		Check all that apply: <input type="checkbox"/> Electronically <input type="checkbox"/> Paper

Part 9: Personally Identifiable Information

16. Does the debtor collect and retain personally identifiable information of customers?

- ☐ No.
☒ Yes. State the nature of the information collected and retained. email, address, phone number, partial payment data
 Does the debtor have a privacy policy about that information?
☐ No
☒ Yes

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

- ☐ No. Go to Part 10.
 Yes. Does the debtor serve as plan administrator?
☒ No. Go to Part 10.
☐ Yes. Fill in below:

Name of plan	Employer identification number of the plan
	EIN: _ _ - _ _ _ _ _

Has the plan been terminated?

- ☒ No
☐ Yes

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Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☐ None

Owner's name and address	Location of the property	Description of the property	Value
Name		1. Restaurant Funds	\$ varies
Street		2. Payroll Taxes	varies
		3. Sales Taxes	varies
City State ZIP Code			

Part 12: Details About Environmental Information

For the purpose of Part 12, the following definitions apply:

- *Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- *Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- *Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

☒ No

☐ Yes. Provide details below.

Case title	Court or agency name and address	Nature of the case	Status of case
Case number	Name		<input type="checkbox"/> Pending
	Street		<input type="checkbox"/> On appeal
	City State ZIP Code		<input type="checkbox"/> Concluded

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

☒ No

☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
Name	Name		
Street	Street		
City State ZIP Code	City State ZIP Code		

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24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☒ No
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
Name	Name		
Street	Street		
City State ZIP Code	City State ZIP Code		

Part 13: Details About the Debtor's Business or Connections to Any Business

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- ☐ None

Business name and address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
25.1. <u>HungerHub, LLC</u> Name <u>316 W. Washington St.</u> Street <u>Ste. 725</u> <u>Madison, WI 53703</u> City State ZIP Code	<u>Prepared Food & Grocery</u> <u>Retail</u>	EIN: <u>86-3130988</u> Dates business existed From <u>2021</u> To <u>2023</u>
25.2. <u>PatronPath, Inc.</u> Name <u>316 W. Washington St.</u> Street <u>Ste. 725</u> <u>Madison, WI 53703</u> City State ZIP Code	<u>Restaurant Technology</u>	EIN: <u>N/A</u> Dates business existed From _____ To _____
25.3. _____ Name _____ Street _____ City State ZIP Code	_____ _____ _____	EIN: _____ Dates business existed From _____ To _____

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26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

Name and address	Dates of service
26a.1. <u>Baker Tilly</u> Name <u>4807 Innovate Ln.</u> Street <u>Madison</u> <u>WI</u> <u>53718</u> City State ZIP Code	From <u>2014</u> To <u>present</u>

Name and address	Dates of service
26a.2. <u>various EatStreet Employees</u> Name Street City State ZIP Code	From <u>2012</u> To <u>present</u>

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☐ None

Name and address	Dates of service
26b.1. <u>Baker Tilly</u> Name <u>4807 Innovate Ln.</u> Street <u>Madison, WI 53718</u> City State ZIP Code	From <u>2014</u> To <u>present</u>

Name and address	Dates of service
26b.2. Name Street City State ZIP Code	From _____ To _____

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

Name and address	If any books of account and records are unavailable, explain why
26c.1. <u>Baker Tilly</u> Name <u>4807 Innovate Ln.</u> Street <u>Madison</u> <u>WI</u> <u>53718</u> City State ZIP Code	

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Name

Name and address

If any books of account and records are unavailable, explain why

26c.2. various EatStreet employees

Name

Street

City

State

ZIP Code

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None

Name and address

26d.1. See attached Addendum 26d.

Name

Street

City

State

ZIP Code

Name and address

26d.2.

Name

Street

City

State

ZIP Code

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No

☐ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory

Date of inventory

The dollar amount and basis (cost, market, or other basis) of each inventory

\$ _____

Name and address of the person who has possession of inventory records

27.1.

Name

Street

City

State

ZIP Code

Debtor EatStreet, Inc. Case number (if known) 24-12061-cjf
Name

Name of the person who supervised the taking of the inventory

Date of inventory

The dollar amount and basis (cost, market, or other basis) of each inventory

\$ _____

Name and address of the person who has possession of inventory records

27.2.

Name

Street

City

State

ZIP Code

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Steve Anastasi	44 E Mifflin St., Madison WI 53703	CEO, Director	.536%
Pieter Welten	Museumplein 5A, 1071 DJ Amsterdam	Director	21.604%
Greg Robinson	111 N. Fairchild, Madison WI 53703	Director	14.541%
_____	_____	_____	_____
_____	_____	_____	_____

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

☒ No

☐ Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
_____	_____	_____	From _____ To _____
_____	_____	_____	From _____ To _____
_____	_____	_____	From _____ To _____
_____	_____	_____	From _____ To _____

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

☐ No

☒ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1. <u>Steve Anastasi</u> <small>Name</small> <u>44 E Mifflin St., Ste 400</u> <small>Street</small> <u>Madison</u> <u>WI</u> <u>53703</u> <small>City State ZIP Code</small>	<u>\$454,870</u>	<u>10/13/23-</u> <u>10/11/24</u>	<u>salary</u> <u>benefits</u> <u>401(k)</u> <u>Expenses</u>
<u>CEO, Director</u> <small>Relationship to debtor</small>			

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Name and address of recipient

30.2

Name

Street

City

State

ZIP Code

Relationship to debtor

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

☒ No

☐ Yes. Identify below.

Name of the parent corporation

Employer Identification number of the parent corporation

EIN: _____

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

☒ No

☐ Yes. Identify below.

Name of the pension fund

Employer Identification number of the pension fund

EIN: _____

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 10/25/2024
MM / DD / YYYY

x 

Signature of individual signing on behalf of the debtor

Printed name Steve Anastasi

Position or relationship to debtor CEO/Authorized Representative

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☐ No

☒ Yes

Addendum 3. Certain payments or transfers to creditors within 90 days before filing this case

Name	Address 1	Address 2	City	State	Zip	Country	Dates	Amount	Reason
American Express	200 Vesey St		New York	NY	10285-3106	USA	various	\$ 18,207.00	Services
Billcom	2103 CityWest Bld	12th Fl	Houston	TX	77042	USA	various	\$ 1,538,337.00	Suppliers or vendors
Braintree	222 W Merchandise Mart Plaza	Suite 800	Chicago	IL	60654	USA	various	\$ 175,437.00	Services
Brex	1 Letterman Drive, Bldg A	Ste A4-700	San Francisco	CA	94129	USA	various	\$ 210,940.00	Suppliers or vendors
CIBC Bank	3040 W 111th St		Chicago	IL	60655	USA	various	\$ 13,171.00	Services
Empower	8525 E. Orchard Road,10T3		Greenwood Village	CO	80111	USA	various	\$ 12,568.00	Suppliers or vendors
LogikSource	Robežu iela 2 – 13		Matīši, Matīšu pag.	Valmieras nov.	LV-4210	Latvia	various	\$ 45,150.00	Suppliers or vendors
Michael Best	1 S Pinckney St Unit 700		Madison	WI	53703	USA	various	\$ 110,998.00	Services
Nautilus Insurance	7233 E Butherus Dr		Scottsdale	AZ	85260	USA	various	\$ 10,000.00	Suppliers or vendors
Sales Tax remitted to various US States						USA	various	\$ 577,193.00	Other: Sales Tax
Southcall Business Outsourcing	Blk 13, Lot 13, Matatag st.	Katapatan Sub.	Banay- Banay	Cabuyao Laguna	4025	Philippines	various	\$ 84,640.00	Suppliers or vendors

Addendum 13. Transfers not already listed on this statement

Receiver	Description of payment	Date	Total Value	Addr 1	Addr 2	City State	Zip
Serene Investment Management, LL	Loan settlement	April 3, 2023	\$10,543,405.10	2625 Alcatraz Ave	Suite 513	Berkeley CA	94705
IRS	Partial payment of 2020 Deferred Payroll Tax	April 2024 to September 2024	\$150,000.00				
Hawks Quindel, S.C.	Payment to settle Kirstoffer Martin v. EatStreet, Inc.	June 16, 2023	\$219,632.50	5150 N Port Washington Rd	Ste 325	Milwaukee WI	53217-5460
Martin V. EatStreet QSF	Payment to settle Kirstoffer Martin v. EatStreet, Inc.	June 16, 2023	\$400,367.41	201 W 2nd Street		Davenport IA	52801
Hawks Quindel, S.C.	Payment to settle Kirstoffer Martin v. EatStreet, Inc.	September 18, 2023	\$206,666.66	5150 N Port Washington Rd	Ste 325	Milwaukee WI	53217-5460
Martin V. EatStreet QSF	Payment to settle Kirstoffer Martin v. EatStreet, Inc.	September 18, 2023	\$442,392.98	201 W 2nd Street		Davenport IA	52801

Addendum 26d.

Name	Addr1	Addr2	City	State	Zip	Country
CIBC Bank	3040 W 111th St		Chicago	IL	60655	USA
Brex	1 Letterman Drive, Building A	Suite A4-700	San Francisco	CA	94129	USA
Travelers Insurance Group	485 Lexington Ave	8th Floor	New York	NY	10017	USA
4490 Ventures	111 N Fairchild	Ste 240	Madison	WI	53703	USA
Prime Ventures	Museumplein 5A	1071 DJ	Amsterdam			Netherlands
MATH Ventures	222 W Merchandise Mart Plaza	Ste 1212	Chicago	IL	60654	
Serene	2625 Alcatraz Ave	Suite 513	Berkeley	CA	94705	